

Fill in this information to identify your case:

United States Bankruptcy Court for the:

MIDDLE DISTRICT OF GEORGIA

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Brownlee Farm Center, Inc.

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 58-1211873

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	3375 Highway 41 South Tifton, GA 31794 Number, Street, City, State & ZIP Code	PO Box 7446 Tifton, GA 31793-7446 P.O. Box, Number, Street, City, State & ZIP Code
	Tift County	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify:

Debtor **Brownlee Farm Center, Inc.** Case number (if known) _____
Name

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
 See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Brownlee Farm Center, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☒ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Brownlee Farm Center, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **October 29, 2018**
MM / DD / YYYY

X /s/ Kenneth Brownlee
Signature of authorized representative of debtor

Title **President**

Kenneth Brownlee
Printed name

18. Signature of attorney

X /s/ Ward Stone, Jr.
Signature of attorney for debtor

Date **October 29, 2018**
MM / DD / YYYY

Ward Stone, Jr. 684630
Printed name

Stone & Baxter, LLP
Firm name

577 Mulberry Street, Suite 800
Macon, GA 31201
Number, Street, City, State & ZIP Code

Contact phone **478-750-9898**

Email address **wstone@stoneandbaxter.com**

684630 GA
Bar number and State

Debtor **Brownlee Farm Center, Inc.** Case number (if known) _____
Name

Fill in this information to identify your case:

United States Bankruptcy Court for the:

MIDDLE DISTRICT OF GEORGIA

Case number (if known) _____ Chapter **11**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION
Pending Bankruptcy Cases Attachment

Debtor	Gypsum Supply Company	Relationship to you	Affiliate
District	Middle District of Georgia	When	10/29/18
Debtor	Kenneth Brownlee	Relationship to you	Owner
District	Middle District of Georgia	When	3/22/17
		Case number, if known	17-70283

CORPORATE RESOLUTION

I, Janice Brownlee, hereby certify that I am the Secretary of Brownlee Farm Center, Inc., (hereinafter called "this Corporation" or "the Corporation"); that the following is a true copy of the Resolutions duly adopted by the Board of Directors of the Corporation at a meeting duly held on the 22nd day of October, 2018, at the offices of the Corporation at which a quorum was present, and that such Resolutions have not been rescinded or modified, and are now of full force and effect:

RESOLVED, that Brownlee Farm Center, Inc. file a Petition for Reorganization under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Middle District of Georgia; and it is hereby

FURTHER RESOLVED, that Kenneth Brownlee, Chairman and Chief Executive Officer of the Corporation, is hereby authorized, on behalf of the Corporation, to take such action and to execute such instruments and documents as, in his sole and explicit discretion may be necessary or desirable in connection with the Chapter 11 case.

I further certify that there is no provision in the Articles of Incorporation or By-Laws of this Corporation limiting the power of the Board of Directors to pass the foregoing Resolutions and that the same are in conformity with the provisions of the Articles of Incorporation and By-Laws.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of this Corporation, this 22nd day of October, 2018.



Janice Brownlee, Secretary

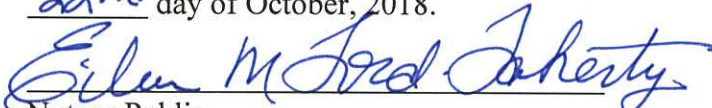
CORPORATE VERIFICATION

I, Kenneth Brownlee, Chairman and Chief Executive Officer of Brownlee Farm Center, Inc., the Corporation named as Petitioner in the foregoing referenced Petition, do hereby swear that the statements contained herein are true according to the best of my knowledge, information and belief, and that the filing of a Chapter 11 Petition on behalf of Brownlee Farm Center, Inc. has been authorized.

BROWNLEE FARM CENTER, INC.

By: 
Kenneth Brownlee, Chairman and
Chief Executive Officer

Sworn to and subscribed before me this
22nd day of October, 2018.


Notary Public

Houston County, Georgia

My commission expires the
28 day of October, 20 18.
May

(AFFIX NOTARY SEAL)

EILEEN M FORD FAHERTY
Notary Public
Houston County, Georgia
My Commission Expires May 28, 2019

Fill in this information to identify the case:

Debtor name **Brownlee Farm Center, Inc.**
 United States Bankruptcy Court for the: **MIDDLE DISTRICT OF GEORGIA**
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
AgGeorgia Farm Credit 468 Perry Parkway Perry, GA 31069				\$1,317,237.45	\$0.00	\$1,317,237.45
Brownlee Enterprises, Inc. PO Box 7446 Tifton, GA 31793						\$93,765.23
Brownlee Enterprises, Inc. PO Box 7446 Tifton, GA 31793						\$3,360.12
Dultmeier Sales, LLC PO Box 45565 Omaha, NE 68145-0565						\$920.25
Gypsum Supply Company PO Box 7446 Tifton, GA 31793						\$17,295.17
Gypsum Supply Company PO Box 7446 Tifton, GA 31793						\$13,100.00
Janice Brownlee 395 Belflower Road Tifton, GA 31794						\$330,014.69
Kelly Seed Company PO Box 370 Hartford, AL 36344						\$694.26
Meherrin Agricultural Chemical PO Box 200 Severn, NC 27877						\$1,433.84

Debtor **Brownlee Farm Center, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Mixon Seed Company, Inc. PO Box 1652 Orangeburg, SC 29116						\$656.10
Pitney Bowes PO Box 371887 Pittsburgh, PA 15250-7887						\$1,962.12
Synovus Bank 1148 Broadway Columbus, GA 31901		Pledge of collateral- amount unknown	Contingent			\$0.00
Tift County Tax Commissioner PO Box 930 Tifton, GA 31793						\$10,082.94

**United States Bankruptcy Court
Middle District of Georgia**

In re **Brownlee Farm Center, Inc.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **October 29, 2018**

/s/ Kenneth Brownlee

Kenneth Brownlee/President

Signer/Title

AgGeorgia Farm Credit
468 Perry Parkway
Perry GA 31069

Brownlee Enterprises, Inc.
PO Box 7446
Tifton GA 31793

Dultmeier Sales, LLC
PO Box 45565
Omaha NE 68145-0565

Gypsum Supply Company
PO Box 7446
Tifton GA 31793

Janice Brownlee
395 Belflower Road
Tifton GA 31794

Kelly Seed Company
PO Box 370
Hartford AL 36344

Meherrin Agricultural Chemical
PO Box 200
Severn NC 27877

Mixon Seed Company, Inc.
PO Box 1652
Orangeburg SC 29116

Pitney Bowes
PO Box 371887
Pittsburgh PA 15250-7887

Synovus Bank
1148 Broadway
Columbus GA 31901

Tift County Tax Commissioner
PO Box 930
Tifton GA 31793

**United States Bankruptcy Court
Middle District of Georgia**

In re **Brownlee Farm Center, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Brownlee Farm Center, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

October 29, 2018

Date

/s/ Ward Stone, Jr.

Ward Stone, Jr. 684630

Signature of Attorney or Litigant

Counsel for **Brownlee Farm Center, Inc.**

Stone & Baxter, LLP

577 Mulberry Street, Suite 800

Macon, GA 31201

478-750-9898 Fax: 478-750-9899

wstone@stoneandbaxter.com